

**UNITED STATES DISTRICT COURT
DISTRICT OF DELAWARE**

JORDAN ROSENBLATT, Individually and)	
On Behalf of All Others Similarly Situated,)	
)	
Plaintiff,)	Case No. 1:19-cv-01801-CFC
)	
v.)	
)	
CHARDAN HEALTHCARE ACQUISITION)	
CORP., GBOLA AMUSA, JONAS)	
GROSSMAN, GEORGE KAUFMAN,)	
MICHAEL RICE, RICHARD GIROUX,)	
MATTHEW ROSSEN, and ERIC)	
KUSSELUK,)	
)	
Defendants.)	

STIPULATION AND [PROPOSED] ORDER OF DISMISSAL

WHEREAS, on September 25, 2019, plaintiff Jordan Rosenblatt (“Plaintiff”) filed a Complaint for Violation of the Securities Exchange Act of 1934 (the “Complaint”) in the above-captioned action (the “Action”) against Chardan Healthcare Acquisition Corp. (“Chardan”), Gbola Amusa, Jonas Grossman, George Kaufman, Michael Rice, Richard Giroux, Matthew Rossen, and Eric Kusseluk (collectively, “Defendants”);

WHEREAS, the Complaint alleged violations of the Securities Exchange Act of 1934 in connection with the preliminary proxy statement filed by Chardan with the United States Securities and Exchange Commission (“SEC”) on September 13, 2019 (the “Preliminary Proxy Statement”) in connection with the proposed merger of BiomX Ltd. and CHAC Merger Sub Ltd. (the “Transaction”);

WHEREAS, following discussions between the parties, on October 16, 2019, Chardan filed a supplemental disclosure with the SEC that included additional information relating to the Transaction that mooted Plaintiff’s claims (the “Mooted Claims”);

WHEREAS, Plaintiff's counsel intend to assert a claim for mootness fees and expenses in connection with the Mooted Claims, and to seek Court intervention, only if the parties cannot resolve any dispute concerning such issue;

WHEREAS, Defendants in the Action reserve all rights, arguments, and defenses, including the right to oppose any application for fees and expenses made by Plaintiff's counsel;

WHEREAS, no class has been certified in the Action; and

WHEREAS, Defendants have denied and continue to deny any wrongdoing and contend that no claim asserted in the Action is or was ever meritorious;

NOW, THEREFORE, upon consent of the parties and subject to the approval of the Court:

IT IS HEREBY ORDERED that:

1. Pursuant to Federal Rule of Civil Procedure 41(a)(1)(A)(ii), all claims asserted in the Action are dismissed, with prejudice as to Plaintiff only. All claims on behalf of the putative class are dismissed without prejudice.
2. Notice of this dismissal is not required because the dismissal is with prejudice as to Plaintiff only, and not on behalf of a putative class; no class has been certified in the Action; and any future putative class will not be bound by any agreement among the parties.
3. The Court retains jurisdiction of the Action solely for the purpose of adjudicating an application by Plaintiff's counsel for mootness fees and expenses, if filed.
4. This Order is entered without prejudice to any right, position, claim, or defense any party may assert with respect to any application by Plaintiff's counsel for mootness fees and expenses, which includes Defendants' right to oppose such application.

5. To the extent that the parties are unable to reach an agreement concerning any application by Plaintiff's counsel for mootness fees and expenses, they may contact the Court regarding a schedule and hearing to present such application to the Court.

6. Upon completion of briefing, the parties shall promptly contact the Court to schedule argument regarding Plaintiff's Fee Application at a time convenient for the Court.

7. If the parties reach an agreement concerning any application by Plaintiff's counsel for mootness fees and expenses, they shall notify the Court. Upon such notification, the Court will close the Action.

IT IS SO ORDERED this ____ day of _____, 2019.

HON. COLM F. CONNOLLY
UNITED STATES DISTRICT JUDGE

Dated: October 16, 2019

RIGRODSKY & LONG, P.A.

OF COUNSEL:

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Dated: October 16, 2019

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